

# **Exhibit 4**

**Exhibit 4:**  
**Preemption Bases for PHEAA's Motion to Dismiss the**  
**Consolidated Amended Class Action Complaint**

<u><b>Section V.B.</b></u>				
<b>The Court should dismiss Plaintiffs' state-law claims as preempted by the HEA.</b>				
		<b>Omission-based Claims Expressly Preempted</b>	<b>Misrepresentation- based Claims Expressly Preempted</b>	<b>Conflict Preemption</b>
<b>Argument Section</b>		<b>V.B.2.a</b>	<b>V.B.2.b</b>	<b>V.B.3</b>
<b>Count</b>	<b>Paragraph</b>			
<b>Count 9 – Breach of Fiduciary Duty</b>	671		•	•
<b>Count 10 - Constructive Fraud</b>	679.a	•	•	•
	679.b		•	•
	679.c	•	•	•
	679.d	•	•	•
	679.e	•	•	•
	679.f	•	•	•
<b>Count 12 – Negligence</b>	716.g		•	•
	716.h		•	•
	716.i	•	•	•
	716.j	•	•	•
	716.k			•
	716.l			•
	716.m			•

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<b>Argument Section</b>		<b>V.B.2.a</b>	<b>V.B.2.b</b>	<b>V.B.3</b>
<b>Count</b>	<b>Paragraph</b>			
	716.n			•
	716.o	•	•	•
	716.p			•
<b>Count 13 – Negligence <i>per se</i></b>	726			•
	742	•	•	•
<b>Count 14 – Negligent Misrepresentation</b>	749		•	•
<b>Counts 15-28 – State Consumer Protection Statutes</b>	C and F of §§ 761, 775, 791, 807, 824, 840, 857, 872, 887, 902, 917, 932, 939, 956	•	•	•